

(Official Form 1) (9/01)

<b>FORM B1</b> <b>United States Bankruptcy Court</b> <b>Southern District of New York</b>				<b>Voluntary Petition</b>					
Name of Debtor (if individual, enter Last, First, Middle): <b>Global Crossing Ltd.</b>			Name of Joint Debtor (Spouse) (Last, First, Middle):						
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):  Global Crossing Holdings Ltd.			All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):						
Soc. Sec./Tax I.D. No. (if more than one, state all): 98-0189783			Soc. Sec./Tax I.D. No. (if more than one, state all):						
Street Address of Debtor (No. & Street, City, State & Zip Code):  Wessex House, 1st Floor 45 Reid Street Hamilton HM12, Bermuda			Street Address of Joint Debtor (No. & Street, City, State & Zip Code):						
County of Residence or of the Principal Place of Business:			County of Residence or of the Principal Place of Business:						
Mailing Address of Debtor (if different from street address):			Mailing Address of Joint Debtor (if different from street address):						
Location of Principal Assets of Business Debtor (if different from street address above):									
<b>Information Regarding the Debtor (Check the Applicable Boxes)</b>									
<b>Venue</b> (Check any applicable box) <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.									
<b>Type of Debtor</b> (Check all boxes that apply)			<b>Chapter or Section of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)						
<input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____			<input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding						
<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business			<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.						
<b>Chapter 11 Small Business</b> (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)									
<b>Statistical/Administrative Information</b> (Estimates only)									
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.									
Estimated Number of Creditors (consolidated with affiliates)		1-15 <input type="checkbox"/>	16-49 <input type="checkbox"/>	50-99 <input type="checkbox"/>	100-199 <input type="checkbox"/>	200-999 <input type="checkbox"/>	1000-over <input checked="" type="checkbox"/>		
Estimated Assets (consolidated with affiliates)		\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>	\$50,000,001 to \$100 million <input type="checkbox"/>	More than \$100 million <input checked="" type="checkbox"/>
Estimated Debts (consolidated with affiliates)		\$0 to \$50,000 <input type="checkbox"/>	\$50,001 to \$100,000 <input type="checkbox"/>	\$100,001 to \$500,000 <input type="checkbox"/>	\$500,001 to \$1 million <input type="checkbox"/>	\$1,000,001 to \$10 million <input type="checkbox"/>	\$10,000,001 to \$50 million <input type="checkbox"/>	\$50,000,001 to \$100 million <input type="checkbox"/>	More than \$100 million <input checked="" type="checkbox"/>

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Global Crossing Ltd.	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: N/A		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See Annex 1 Attached		Case Number: See Annex 1 Attached	Date Filed: January 28, 2002
District: Southern District of New York		Relationship: See Annex 1 Attached	Judge: Same as assigned herein
Signatures			
Signature(s) of Debtor(s) (Individual/Joint)  I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.  X _____ Signature of Debtor  X _____ Signature of Joint Debtor  _____ Telephone Number (If not represented by attorney)  _____ Date		Exhibit A  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.  Exhibit B  (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. X _____ Signature of Attorney for Debtor(s) Date  Exhibit C  Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No	
Signature of Attorney  X /s/ Michael F. Walsh _____ Signature of Attorney for Debtor(s)  Harvey R. Miller Michael F. Walsh Paul M. Basta Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, New York 10153 (212) 310-8000  January 27, 2002		Signature of Non-Attorney Petition Preparer  I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.  _____ Printed Name of Bankruptcy Petition Preparer  _____ Social Security Number  _____ Address  Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:  If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.  X _____ Signature of Bankruptcy Petition Preparer  _____ Date	
Signature of Debtor (Corporation/Partnership)  I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition. X /s/ Dan Cohrs _____ Signature of Authorized Individual Dan Cohrs _____ Printed Name of Authorized Individual Executive Vice President and Chief Financial Officer _____ Title of Authorized Individual January 27, 2002 _____ Date			
A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.			

**Annex 1 to Chapter 11 Petition**

On the date hereof, each of the affiliated entities listed below also filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York. Such entities have filed or shortly will file a motion requesting that their chapter 11 cases be consolidated for procedural purposes only and jointly administered.

<b>Company</b>	<b>Case No.</b>
1. Global Crossing North America, Inc.	02-____ ( )
2. Global Crossing Holdings Ltd.	02-____ ( )
3. Atlantic Crossing Ltd.	02-____ ( )
4. Atlantic Crossing Holdings Ltd.	02-____ ( )
5. Global Crossing Cyprus Holdings Limited	02-____ ( )
6. GC Pan European Crossing Luxembourg I S.a.r.l.	02-____ ( )
7. GC Pan European Crossing Luxembourg II S.a.r.l.	02-____ ( )
8. GC Pan European Crossing Holdings B.V.	02-____ ( )
9. Mid-Atlantic Crossing Holdings Ltd.	02-____ ( )
10. Global Crossing Holdings U.K. Limited	02-____ ( )
11. Global Crossing International Ltd.	02-____ ( )
12. Global Crossing Network Center Ltd.	02-____ ( )
13. Pan American Crossing U.K. Ltd.	02-____ ( )
14. Mid-Atlantic Crossing Ltd.	02-____ ( )
15. Pan American Crossing Holdings Ltd.	02-____ ( )
16. South American Crossing Holdings Ltd.	02-____ ( )
17. Pan American Crossing Ltd.	02-____ ( )
18. Atlantic Crossing Holdings U.K. Limited	02-____ ( )
19. ALC Communications Corporation	02-____ ( )
20. Budget Call Long Distance, Inc.	02-____ ( )
21. Business Telemanagement, Inc.	02-____ ( )
22. GC Dev. Co., Inc.	02-____ ( )
23. GC Mart LLC	02-____ ( )
24. GC Pacific Landing Corp	02-____ ( )
25. Global Crossing Advanced Card Services, Inc.	02-____ ( )
26. Global Crossing Bandwidth, Inc.	02-____ ( )
27. Global Crossing Billing, Inc.	02-____ ( )
28. Global Crossing Development Co.	02-____ ( )
29. Global Crossing Employee Services, Inc.	02-____ ( )
30. Global Crossing GlobalCenter Holdings, Inc.	02-____ ( )
31. Global Crossing Government Markets USA, Inc.	02-____ ( )
32. Global Crossing Holdings USA LLC	02-____ ( )
33. Global Crossing Internet Dial-Up, Inc.	02-____ ( )
34. Global Crossing Latin America & Caribbean Co.	02-____ ( )
35. Global Crossing Local Services, Inc.	02-____ ( )
36. Global Crossing North American Holdings, Inc.	02-____ ( )

<b>Company</b>	<b>Case No.</b>
37. Global Crossing Management Services, Inc.	02-____ ( )
38. Global Crossing North American Networks, Inc.	02-____ ( )
39. Global Crossing Telecommunications, Inc.	02-____ ( )
40. Global Crossing Telemanagement VA LLC	02-____ ( )
41. Global Crossing Telemanagement, Inc.	02-____ ( )
42. Global Crossing USA, Inc.	02-____ ( )
43. Global Crossing Ventures, Inc.	02-____ ( )
44. GT Landing Corp.	02-____ ( )
45. GT Landing II Corp.	02-____ ( )
46. MAC Landing Corp.	02-____ ( )
47. Metacolorin Investco II, Inc.	02-____ ( )
48. PAC Landing Corp.	02-____ ( )
49. Subsidiary Telco LLC	02-____ ( )
50. US Crossing, Inc.	02-____ ( )
51. IXNet, Inc.	02-____ ( )
52. GC St. Croix Company, Inc.	02-____ ( )
53. Equal Access Networks, LLC	02-____ ( )
54. Atlantic Crossing II Ltd.	02-____ ( )

**CERTIFICATE OF RESOLUTIONS**

I, Mitchell C. Sussis, Secretary of Global Crossing Ltd., a Bermuda corporation (the "Company"), hereby certify that at a special meeting of the Board of Directors of the Company duly called and held on January 27, 2002, the following resolutions were duly adopted in accordance with the requirements of the Bermuda Companies Act and that said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that, in the judgment of the Board of Directors of the Company, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and it was further

RESOLVED, that, the Chairman of the Board of Directors of the Company, the President, Chief Executive Officer, Chief Financial Officer or any Vice President of the Company, is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify petitions under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York at such time as said officer executing the same shall determine; and it was further

RESOLVED, that, the law firm of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 is hereby employed as attorneys for the Company in the Company's chapter 11 case, subject to bankruptcy court approval; and it was further

RESOLVED, that, the appropriate officers of the Company are hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals, and to take and perform any and all further acts and deeds which they deem necessary, proper, or desirable in connection with the Company's chapter 11 case, with a view to the successful prosecution of such case; and it was further

RESOLVED, that, the appropriate officers of the Company are hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify,

file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of such officer shall be or become necessary, proper and desirable to effectuate a successful reorganization or chapter 11 liquidation of the Company's business; and it was further

RESOLVED, that, any and all past actions heretofore taken by officers or directors of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved.

IN WITNESS WHEREOF, I have hereunto set my hand this 27<sup>th</sup> day of  
January, 2002.

/s/ Mitchell C. Sussis

Signature

Mitchell C. Sussis

Name

Secretary

Title

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re :  
: Chapter 11 Case Nos.  
:  
GLOBAL CROSSING LTD., : 02- \_\_\_\_ ( ) through  
: 02- \_\_\_\_ ( )  
:  
Debtor. : (Jointly Administered)  
:  
-----X

**LIST OF CREDITORS HOLDING  
50 LARGEST UNSECURED CLAIMS**

Following is the list of the Debtor's creditors holding the 50 largest unsecured claims. The list has been prepared on a consolidated basis, based upon the consolidated books and records of the Debtor and its affiliates.<sup>1</sup> On the date hereof, the Debtor's affiliates also commenced chapter 11 cases in this Court.

Except as set forth above, the list has been prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31), or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty largest unsecured claims.

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
1. 9.5% Senior Notes due 2009 U.S. Trust Company, Trustee 114 West 47th St New York, NY 10036	U.S. Trust Company, Trustee 114 West 47th St New York, NY 10036 Tel. 212-852-1661 Fax. 212-852-1626 Cynthia Chaney	Bond Debt		\$1,100,000,000

<sup>1</sup> The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtor.

<sup>2</sup> All claims are subject to customary reconciliation and adjustment.

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
2. 8.7% Senior Notes due 2007 U.S. Trust Company, Trustee 114 West 47th St New York, NY 10036	Cynthia Chaney U.S. Trust Company 114 West 47th St New York, NY 10036 Tel. 212-852-1661 Fax: 212-852-1626	Bond Debt		\$1,000,000,000
3. 9.125% Senior Notes due 2006 U.S. Trust Company, Trustee 114 West 47th St New York, NY 10036	Cynthia Chaney U.S. Trust Company 114 West 47th St New York, NY 10036 Tel. 212-852-1661 Fax. 212-852-1626	Bond Debt		\$900,000,000
4. 9.625% Senior Notes due 2008 U.S. Trust Company, Trustee 114 West 47th St New York, NY 10036	Cynthia Chaney U.S. Trust Company 114 West 47th St New York, NY 10036 Tel. 212-852-1661 Fax. 212-852-1626	Bond Debt		\$800,000,000
5. 9% Medium Term Notes due 2021 JP MorganChase Bank, Trustee Corporate Trust Services 2001 Bryan St, 9th Floor Dallas, TX 75201	Ken Fowlerd JP MorganChase Bank Corporate Trust Services 2001 Bryan St, 9th Floor Dallas, TX 75201 Tel. 214-468-6105 Fax. 214-468-6094	Bond Debt		\$100,000,000
6. Lucent Technologies 600 Mountain Avenue Murray Hill, NJ 07974	Patricia Russo Henry Schact Frank D'Amelio Janet Davidson 600 Mountain Avenue Murray Hill, NJ 07974 Tel. 908-528-8500 Fax. 908-508-2576	Trade Debt		\$31,357,050
7. Alcatel P.O. Box 911476 Dallas, TX 75391-1476	Jay Hilbert P.O. Box 911476 Dallas, TX 75391-1476  1000 Coit Road CHB Plano, TX 75075 Tel. 972-477-2555 Fax. 972-519-3999 (fax)	Trade Debt		\$31,056,980
8. Tycom US Inc. Mellon Bank Centre Pittsburgh, PA 15259	Mellon Bank Centre Pittsburgh, PA 15259 Tel. 441-298-9770 Fax. 441-298-9777	Trade Debt		\$29,160,213



(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
9. SBC Communications 31100 Plymouth Rd, Rm 301 Livonia, MI 48150	Dawn Callier 31100 Plymouth Rd, Rm 301 Livonia, MI 48150 Tel. 312-331-3815 dc8033@miomail.sbc.com  21454 Network Place Chicago, IL 60673-1214  175 E. Houston San Antonio, TX 78205 Tel. 210-821-4105 Fax. 210-351-2071	Trade Debt		\$26,840,151
10. Verizon 180 Washington Valley Road Bedminister, NJ 07921	Alice Bednark 180 Washington Valley Rd Bedminister, NJ 07921  Paul Lacouture 1095 Avenue of Americas New York, NY 10013 Tel. 212-395-1087 paul.a.lacouture@verizon.co m	Trade Debt		\$23,936,607
11. 9.3% Medium Term Notes due 2004 Chase Manhattan Bank, Trustee 55 Water Street, Rm. 234 New York, NY 10041	Edwina Osborne Chase Manhattan Bank 55 Water Street, Rm. 234 New York, NY 10041 Tel. 212-638-5279 Fax. 212-638-7375	Bond Debt		\$20,000,000
12. Nortel Networks 2221 Lakeside Blvd. Richardson, Texas 75082-4399	Gary Donahee 2221 Lakeside Blvd. Richardson, Texas 75082- 4399  1500 Concord Terrace Sunrise Florida, FL 33323- 2815 Tel. 905-863-0000 Fax. 905-863-8423	Trade Debt		\$13,802,224
13. Cincinnati Bell Telephone 201 E. Fourth Street Room 102-602 P. O. Box 2301 Cincinnati, OH 45201	Jack Mueller 201 E. Fourth Street Room 102-602 P. O. Box 2301 Cincinnati, OH 45201 Tel. 513-397-0766 jmueller@cinbell.com	Trade Debt		\$13,375,868

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
14. Cisco 170 West Tasman Drive San Jose, California 95134	John Chambers William Nuti 170 West Tasman Drive San Jose, California 95134  P.O. Box 91232 Chicago, IL 60693-1232 Tel. 408-526-4000 Fax. 408-526-4100	Trade Debt		\$12,626,693
15. Level 3 1025 Eldorado Blvd. Broomfield, CO 80021	1025 Eldorado Blvd. Broomfield, CO 80021  720-888-1000	Trade Debt		\$10,112,149
16. Bell South Corporation 600 N. 19th Street 3rd Fl. BIN NO Birmingham, AL 35203	Petra Pryor 1155 Peachtree Street, N.E. Atlanta, GA 30309 Tel. 404-249-2000 Fax. 404-249-2071 petra.pryor@bridge.bellsouth.com  600 N. 19th Street 3rd Fl. BIN NO Birmingham, AL 35203	Trade Debt		\$9,716,900
17. Mastec North America Inc. P.O. Box 266 Purcell, OK 73080	Randy Gunlar P.O. Box 266 Purcell, OK 73080 Tel. 405-527-2616 Fax. 405-527-1908	Trade Debt		\$9,426,946
18. MCI Telecommunications 500 Clinton Center Dr. Clinton, MS 39056	500 Clinton Center Dr. Clinton, MS 39056 Tel. 601-460-5600 Fax. 601-974-8350	Trade Debt		\$8,406,507
19. Qwest 1801 California Street Suite 2530	Carol Schneider 1801 California Street Suite 2530 Denver, CO 80244-0001 Tel. 303-992-1400 Fax. 303-992-1724	Trade Debt		\$6,930,864
20. Citizens Communications/ Frontier Communications 8800 N. Central Expressway Suite 800 Dallas, TX 75231	8800 N. Central Expressway Suite 800 Dallas, TX 75231	Trade Debt		\$5,523,030

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
21. Z Tel 601 S. Harbour Island Suite 220 Tampa, FL 33602	601 S. Harbour Island Suite 220 Tampa, FL 33602 Tel. 813-273-6261 Fax. 813-273-6861	Trade Debt		\$5,484,333
22. AT&T P. O. Box 5186 Chicago, IL 60680-5186	P. O. Box 5186 Chicago, IL 60680-5186  32 Avenue of the Americas New York, NY 10013 Tel. 212-387-5400 Fax. 908-221-2528	Trade Debt		\$3,916,049
23. Tekelec 26580 West Agoura Rd. Calabasas, CA 91302	26580 West Agoura Rd. Calabasas, CA 91302 Tel. 800-835-3532 Tel. 818-800-5656 Fax. 818-880-6993	Trade Debt		\$3,722,460
24. Juniper Networks 5661 Collections Ctr Dr Chicago, IL 60693	5661 Collections Ctr Dr Chicago, IL 60693 Tel. 408-745-2000 Fax. 408-745-2100	Trade Debt		\$3,698,199
25. Accenture 1345 Avenue of the Americas New York, NY 10105	Roxanne Taylor 1345 Avenue of the Americas New York, NY 10105 Tel. 917-452-5106 Fax: 917-527-9915 roxanne.taylor@accenture.co m  100 Campus Drive Florham Park, NJ 07932 Tel. 973-301-1000 Fax. 973-301-1005	Trade Debt		\$3,665,633
26. Alltel 7001 Chatham Center Drive Suite 1000 Savannah, GA 31405	7001 Chatham Center Drive Suite 1000 Savannah, GA 31405  One Allied Drive Little Rock, AR 72202 Tel. 501-905-8000 Fax. 501-905-0962	Trade Debt		\$2,913,655

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
27. Sprint P. O. Box 740504 Atlanta, GA 30374-0504	William Esrey P. O. Box 740504 Atlanta, GA 30374-0504  Mike Fuller 6480 Sprint Parkway Overland Park, KS 66251 mike.fuller@mail.sprint.com  460 Herndon Pkwy Herndon, VA Tel. 703-467-5391 Fax. 703-467-5410	Trade Debt		\$2,891,535
28. Anixter 4711 Golf Road Skokie, IL 60076-1278	Dennis Latham 4711 Golf Road Skokie, IL 60076-1278 Tel. 847-677-2600 Fax. 847-677-9480	Trade Debt		\$2,657,302
29. United Telephone P. O. Box 419114 Kansas City, MO 64141-6114	P. O. Box 419114 Kansas City, MO 64141-6114  120 Taylor Street Chapel Hill, TN 37034 Tel. 931-364-2289 Fax. 931-364-7202	Trade Debt		\$2,112,207
30. Century Telephone 2615 East Avenue La Crosse, WI 54601	2615 East Avenue La Crosse, WI 54601  100 Century Park Drive Monroe, LA 71203 Tel. 318-388-9000 Fax. 318-388-9562	Trade Debt		\$1,887,362
31. Kajima 3445 Peachtree Road Ne. Ste 200 Atlanta, GA 30326	John Kovacs 3445 Peachtree Road NE Ste 200 Atlanta, GA 30326 kovacsj@kajimausa.com  395 W. Passaic Street 2nd Floor Rochelle Park, NJ 07662 Tel. 201-518-2100 Fax. 201-518-1535	Trade Debt		\$1,742,043

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
32. Telcobuy.com P.O. Box 952120 St. Louis, MO 63195-2120	P.O. Box 952120 St. Louis, MO 63195-2120  60 Weldon Parkway St. Louis, MO 63043 Tel. 314-983-2826 Fax. 314-569-8310	Trade Debt		\$1,657,185
33. Mercer Consulting P.O. Box 91787 Washington, DC 20090-1787	P.O. Box 91787 Washington, DC 20090-1787 Tel. 202-778-7000  1166 Avenue of the Americas New York, NY 10036 Tel. 212-345-8000 Fax. 212-345-8075	Trade Debt		\$1,550,250
34. Encompass 12100 Baltimore Avenue Beltsville, MD 20705	Barbara Macba 12100 Baltimore Avenue Beltsville, MD 20705 Tel. 443-334-1063  3 Greenway Plaza, Suite 2000 Houston, TX 77046 Tel. 713-860-0100 Fax. 713-626-4766	Trade Debt		\$1,512,740
35. Gotham Incorporated P.O. Box 19073 Newark, NJ 07195-0073	Don Hoyer P.O. Box 19073 Newark, NJ 07195-0073  100 Fifth Avenue New York, NY 10011 Tel. 212-414-7000	Trade Debt		\$1,440,566
36. PM Contracting 40 Exchange Place, 19th Floor New York, NY 10005	Mike Jacobs 40 Exchange Place, 19th Floor New York, NY 10005 Tel. 212-785-8080  515 North Cedar Ridge Suite 70 Duncanville, TX 75116 Tel. 972-709-8818 Fax. 972-709-8846	Trade Debt		\$1,214,247

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
37. Polycom P.O. Box 402198 Atlanta, GA 30384-2198	Dave Nelson P.O. Box 402198 Atlanta, GA 30384-2198  9040 Roswell Rd., Suite 450 Atlanta, GA 30350-1877 Tel: 770-641-4400 Fax: 770-641-4444  1565 Barber Lane Milpitas, California 95035 Tel. 408-526-9000 Fax. 408-526-9010	Trade Debt		\$1,143,525
38. Madison Communications 1050 E Piedmont Rd. Suite E232 Marietta, GA 30062	1050 E Piedmont Rd. Suite E232 Marietta, GA 30062 Tel. 404-550-8342 Fax. 770-541-6090 Scott Carr	Trade Debt		\$1,055,281
39. Greenwich Tech Partners P.O. Box 18530 Newark, NJ 07191-8530	Kevin Lynch P.O. Box 18530 Newark, NJ 07191-8530  123 Main Street White Plains, NY 10601 Tel. 914-289-8000 Fax. 914-289-8001	Trade Debt		\$1,002,741
40. DGI Technologies 501 West George Bush Hwy Suite 100 Richardson, TX 75080	Jeannie Wood 501 West George Bush Hwy Suite 100 Richardson, TX 75080 Tel. 214-644-7444	Trade Debt		\$907,526
41. Bell Atlantic Cabs Rem Trenton, NJ 08650-4832	Cabs Rem Trenton, NJ 08650-4832  1095 Avenue of the Americas 36th floor New York, NY 10036 Tel. 212-395-2121 Fax. 212-921-2971	Trade Debt		\$700,389
42. Comp USA 14951 N Dallas Pkwy. Dallas, TX 75320-0670	Doris Kurran 14951 N Dallas Pkwy. Dallas, TX 75320-0670 Tel. 972-528-4507	Trade Debt		\$690,763

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
43. Shipley Logan Communications 1191-C Brock Mcvey Dr. Lexington, KY 40509	Michael Norcia 1191-C Brock Mcvey Dr. Lexington, KY 40509 Tel. 561-564-0065 x 203 Fax. 561-564-0965	Trade Debt		\$686,723
44. Sonus Networks Limited 5 Carlisle Road Westford, MA 01886	Barbara Teng 5 Carlisle Road Westford, MA 01886 Tel. 978-692-8999 Fax. 978-692-9118	Trade Debt		\$656,043
45. Primus Telecommunications 1700 Old Meadow Rd., 3rd Floor McLean, VA 22102	1700 Old Meadow Rd., 3rd Floor McLean, VA 22102 Tel. 703-902-2800 Fax. 703-902-2877	Trade Debt		\$652,417
46. Media Partnership/Gotham P.O. Box 30548 Hartford, CT 06150	P.O. Box 30548 Hartford, CT 06150  Garden Studios 11-15 Betterton Street London, England WC 2H 9BP Tel. 011-202- 7470 8781 Fax. 011-202- 7470 8782	Trade Debt		\$647,630
47. Hitachi Telecom USA Inc. Drawer CS 198306 Atlanta, GA 30384-8306	Drawer CS 198306 Atlanta, GA 30384-8306 Tel. 800-446-8820 Fax. 770-242-1414	Trade Debt		\$635,203
48. Frontline 1 Blue Hill Plaza PO Box 1548 Pearl River, NY 10965	Brian Homeyer 1 Blue Hill Plaza PO Box 1548 Pearl River, NY 10965 Tel. 845-623-8553 Fax. 845-623-8669  909 Hidden Ridge Drive, Suite 450 Irving, TX 75038 Tel. 972-580-7778 x245  150 East 58th St, 28th Floor New York, NY 10155 Tel. 212-688-2332	Trade Debt		\$633,100
49. Novo Relationship Architects	222 Sutter St, 6th Floor San Francisco, CA 94108	Trade Debt		\$621,568

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff<sup>2</sup></i>	<i>Amount of claim (if secured also state value of security)</i>
50. MCSI	Dept 0231 Columbus, OH 43265-0231  4750 Hempstead Station Dayton, OH 45429 t. 937.291.8282 f. 937.291.8288	Trade Debt		\$619,448



**DECLARATION UNDER PENALTY OF PERJURY:**

I, the undersigned authorized officer of Global Crossing Ltd., named as the Debtor in this case (the "Debtor"), declare under penalty of perjury that I have read the foregoing list of unsecured creditors of the Debtor and that it is true and correct to the best of my information and belief.

Dated: January 27, 2002

/s/ Dan Cohrs

Signature

Dan Cohrs

Name

Executive Vice President and CFO

Title

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
	:
GLOBAL CROSSING LTD.,	:
	:
	:
Debtor.	:
	:
-----X	

Chapter 11 Case Nos.

02- \_\_\_\_ ( ) through  
02- \_\_\_\_ ( )

(Jointly Administered)

**LIST OF CREDITORS**

The list has been prepared on a consolidated basis, based upon the consolidated books and records of the Debtor and its affiliates.<sup>3</sup> On the date hereof, the Debtor's affiliates also commenced chapter 11 cases in this Court.

The list contains only those creditors whose names and addresses were maintained in the Debtors' consolidated database or were otherwise ascertainable by the Debtors prior to the commencement of these cases. The schedules of liabilities to be subsequently filed should be consulted for a list of the Debtors' creditors that is comprehensive and current as of the date of the commencement of these cases.

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<sup>3</sup> The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtor.

**DECLARATION UNDER PENALTY OF PERJURY:**

I, the undersigned authorized officer of Global Crossing Ltd., named as the Debtor in this case (the “Debtor”), declare under penalty of perjury that I have read the foregoing list of unsecured creditors of the Debtor and that it is true and correct to the best of my information and belief.

Dated: January 27, 2002

/s/ Dan Cohrs

Signature

Dan Cohrs

Name

Executive Vice President and CFO

Title

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re :  
 : Chapter 11 Case No.  
 :  
GLOBAL CROSSING LTD., : 02- \_\_\_\_ ( )  
 :  
 :  
Debtor. :  
 :  
 :  
-----X

**EXHIBIT A TO VOLUNTARY PETITION**<sup>1</sup>

1. The Debtor's equity and securities are registered under Section 12 of the Securities Exchange Act of 1934. The Securities Exchange Commission ("SEC") file number is 001-16201.

2. The following financial data (unaudited) reflects the Debtor's financial condition, as consolidated with its subsidiaries, as of September 30, 2001:

- (a) Total assets: \$22,438,000,000
- (b) Total debts: \$12,394,000,000
- (c) As of September 30, 2001, there were no debt securities of the Debtor held by more than 500 holders.

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<sup>1</sup> The following financial data shall not constitute an admission of liability by the Debtor. The Debtor reserves all rights to assert that any debt or claim listed herein as liquidated or fixed is in fact a disputed claim or debt. The Debtor also reserves all rights to challenge the priority, nature, amount or status of any claim or debt.

(d) Number of shares of preferred stock as of January 8, 2002:

<b>Preferred Stock</b>	<b>Number of Outstanding Shares</b>	<b>Approximate Number of Holders of Record</b>
10 1/2% Mandatorily Redeemable Preferred Stock	5,262,500	32
6 3/8% Cumulative Convertible Preferred Stock	5,440,030	91
7 % Cumulative Convertible Preferred Stock	2,600,000	59
6 3/8% Cumulative Convertible Preferred Stock, Series B	400,000	1
6 3/4 % Cumulative Convertible Preferred Stock	4,600,000	111

(e) Number of shares of common stock as of November 1, 2001:

<b>Common Stock</b>	<b>Number of Outstanding Shares<sup>2</sup></b>	<b>Approximate Number of Holders</b>
Common Stock	910,668,079	Not known

3. Global Crossing Ltd., along with its direct and indirect subsidiaries, has built the world's most extensive fiber-optic network, spanning over 100,000 route miles and reaching five continents, 27 countries and more than 200 major cities (the "Network"). The markets in those cities represent approximately 85% of the world's international telecommunications traffic. The Network took over four years, multiple acquisitions and partnerships, and billions of dollars of capital to reach its current state of near-completion.

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<sup>2</sup> Includes 22,033,758 treasury shares.

4. Listed below is the name of each person or entity that, as of April 2, 2001, directly or indirectly owned, controlled, or held, with power to vote, 5% or more of the voting securities of the Debtor:

<b>Holder</b>	<b>Number of Shares of Common Stock</b>	<b>Percent of Class</b>
Pacific Capital Group Inc. <sup>3</sup>	78,906,648	9.78%
Gary Winnick <sup>4</sup>	78,906,648	9.97%

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<sup>3</sup> Includes 63,408,375 shares of common stock and 2,515,788 common stock warrants owned and managed by GKW Unified Holdings, a company formed for the benefit of Mr. Winnick and members of his family and managed by Pacific Capital Group, Inc. ("PCG"), which thereby shares investment and voting power over such shares.

<sup>4</sup> Includes all shares and warrants beneficially owned by PCG, a company controlled by Mr. Winnick.